

1 ROBBINS ARROYO LLP
2 BRIAN J. ROBBINS (SBN 190264)
3 brobbins@robbinsarroyo.com
4 GEORGE C. AGUILAR (SBN 126535)
5 gaguilar@robbinsarroyo.com
6 ASHLEY R. RIFKIN (SBN 246602)
7 arifkin@robbinsarroyo.com
8 600 B Street, Suite 1900
9 San Diego, CA 92101
10 Telephone: (619) 525-3990
11 Facsimile: (619) 525-3991

12 Attorneys for Plaintiff

13 [Additional Counsel on Signature Pages]

14

15 UNITED STATES DISTRICT COURT
16 NORTHERN DISTRICT OF CALIFORNIA

17 IN RE SUNPOWER CORPORATION
18 SHAREHOLDER DERIVATIVE
19 LITIGATION

Lead Case No. 3:16-cv-05312-RS

(Consolidated with Case Nos. 3:16-cv-05381-RS and 3:16-cv-05988-RS)

District Judge Richard Seeborg

**STIPULATION AND [PROPOSED]
ORDER IN SUPPORT OF
ADMINISTRATIVE MOTION TO
CONSIDER WHETHER CASES SHOULD
BE RELATED**

(Civil L.R. 3-12)

20 This Document Relates To:

21 ALL ACTIONS

22

23 [Caption Continued on Next Page]

24

25

26

27

28

1 SCOTT SALYERS, LAWRENCE GARNER,
2 LORIE BARNWELL, GREGORY
3 PALICZUK and FRANK BADALAMENTE,
4 in Their Capacities as Trustees for the CITY
OF WARREN POLICE AND FIRE
RETIREMENT SYSTEM, Derivatively on
Behalf of SUNPOWER CORPORATION,

5 Plaintiff,

6 v.

7 BERNARD CLÉMENT, LADISLAS
8 PASZKIEWICZ, DANIEL LAURÉ,
9 CATHERINE A. LESJAK, THOMAS H.
WERNER, THOMAS R. McDANIEL,
10 PATRICK WOOD III, ARNAUD
CHAPERON, HUMBERT DE WENDEL,
11 JEAN-MARC OTERO DEL VAL, DENIS
GIORNO and CHARLES D. BOYNTON,

12 Defendants.

13 Case No. 5:16-cv-07143-NC

14 Magistrate Judge Nathanael M. Cousins

1 WHEREAS the following shareholder derivative actions pending in the U.S. District Court
2 for the Northern District of California arise out of a common set of facts:

<u>Case Name</u>	<u>Case No.</u>	<u>Filing Date</u>
<i>In re SunPower Corporation Shareholder Derivative Litigation</i> (the "Consolidated Derivative Action")	Lead Case No. 3:16-cv-05312-RS	Initial Filing Date Sept. 16, 2016
<i>Salyers, et al. v. Clement, et al.</i> (the "Salyers Action")	5:16-cv-07143-NC	Dec. 14, 2016

9
10 WHEREAS, pursuant to Civil Local Rule 3-12, plaintiffs in the Consolidated Derivative
11 Action have filed concurrently herewith an administrative motion to consider whether the *Salyers*
12 Action should be deemed related to the pending Consolidated Derivative Action and reassigned to
the Honorable Richard Seeborg;

13 WHEREAS, the *Salyers* Action arises from substantially similar facts and circumstances as
14 the Consolidated Derivative Action;

15 WHEREAS, it appears likely that there will be an unduly burdensome duplication of labor
16 and expense or conflicting results if these cases are conducted before different judges; and

17 WHEREAS, defendants have not yet responded to the complaints in any of these actions.
18 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and among
19 counsel for the undersigned parties, subject to approval of the Court, that the *Salyers* Action should
20 be deemed related to the pending Consolidated Derivative Action and reassigned to the Honorable
21 Richard Seeborg.

23 Dated: December 22, 2016

ROBBINS ARROYO LLP
BRIAN J. ROBBINS
GEORGE C. AGUILAR
ASHLEY R. RIFKIN

26 s/ George C. Aguilar
George C. Aguilar

1 600 B Street, Suite 1900
2 San Diego, CA 92101
3 Telephone: (619) 525-3990
4 Facsimile: (619) 525-3991
5 brobbins@robbinsarroyo.com
6 gaguilar@robbinsarroyo.com
7 arifkin@robbinsarroyo.com

8
9 *Lead Counsel for Plaintiffs*

10 Dated: December 22, 2016

11 WILSON SONSINI GOODRICH & ROSATI
12 Professional Corporation
13 STEVEN M. SCHATZ (SBN 118356)
14 KATHERINE L. HENDERSON (SBN 242676)

15 s/ Steven M. Schatz

16 Steven M. Schatz

17 650 Page Mill Road
18 Palo Alto, CA 94304
19 Telephone: (650) 493-9300
20 Facsimile: (650) 493-6811
21 sschatz@wsgr.com
22 khenderson@wsgr.com

23 *Attorneys for Defendants SunPower
24 Corporation, Thomas H. Werner, Charles D.
25 Boynton, Bernard Clément, Ladislas
26 Paszkiewicz, Daniel Lauré, Catherine A. Lesjak,
27 Thomas R. McDaniel, Pat Wood III, Arnaud
Chaperon, Denis Giorno, Jean-Marc Otero del
Val, and Humbert de Wendel*

28 Dated: December 22, 2016

29 ROBBINS GELLER RUDMAN & DOWD LLP
30 TRAVIS E. DOWNS III (SBN 148274)
31 BENNY C. GOODMAN III (SBN 211302)
32 ERIK W. LUEDEKE (SBN 249211)

33 s/ Erik W. Luedeke

34 Erik W. Luedeke

35 655 West Broadway, Suite 1900
36 San Diego, CA 92101
37 Telephone: (619) 231-1058
38 Facsimile: (619) 231-7423
39 travisd@rgrdlaw.com
40 bennyg@rgrdlaw.com
41 eluedeke@rgrdlaw.com

1 ROBBINS GELLER RUDMAN & DOWD LLP
2 SHAWN A. WILLIAMS (SBN 213113)
3 Post Montgomery Center
4 One Montgomery Street, Suite 1800
5 San Francisco, CA 94104
6 Telephone: (415) 288-4545
7 Facsimile: (415) 288-4534
8 shawnw@rgrdlaw.com
9

10
11 VANOVERBEKE MICHAUD
12 & TIMMONY, P.C.
13 THOMAS C. MICHAUD
14 79 Alfred Street
15 Detroit, MI 4821
16 Telephone: (313) 578-1200
17 Facsimile: (313) 578-1201
18 tmichaud@vmtlaw.com
19

20 *Attorneys for Plaintiff Scott Salyers, Lawrence
21 Garner, Lorie Barnwell, Gregory Paliczuk and
22 Frank Badalamente*

23 I, George C. Aguilar, am the ECF User whose ID and password are being used to file this
24 Stipulation and [Proposed] Order in Support of Administrative Motion to Consider Whether Cases
25 Should Be Related. In compliance with Civil L.R. 5-1(i), I hereby attest that concurrence in the
26 filing of this document has been obtained from each of the other signatories.

27
28 s/ George C. Aguilar
George C. Aguilar

19 PURSUANT TO STIPULATION, IT IS SO ORDERED.

20 DATED: 12/27/16



21 HONORABLE RICHARD SEEBOORG
22 UNITED STATES DISTRICT JUDGE
23
24
25
26
27
28

CERTIFICATE OF SERVICE

I hereby certify that on December 22, 2016, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses on the Electronic Mail Notice for this action.

I further certify that I caused and true and correct copy of the foregoing to be sent via electronic mail to the following:

Shawn A. Williams
shawnw@rgrdlaw.com
ROBBINS GELLER RUDMAN
& DOWD LLP
Post Montgomery Center
One Montgomery Center, Suite 1800
San Francisco, CA 94104

Thomas C. Michaud
tmichaud@vmtlaw.com
VANOVERBEKE MICHAUD &
TIMMONY, P.C.
79 Alfred Street
Detroit, MI 48201

Travis E. Downs III
travisd@rgrdlaw.com
Benny C. Goodman III
bennyg@rgrdlaw.com
Erik W. Luedeke
eluedeke@rgrdlaw.com
ROBBINS GELLER RUDMAN
& DOWD LLP
655 West Broadway, Suite 1900
San Diego, CA 92101

s/ George C. Aguilar
George C. Aguilar

1142875